

Assly Sayyar
ADAMS LAW GROUP, LTD.
8330 W. Sahara Ave., Suite 290
Las Vegas, Nevada 89117
Tel: 702-838-7200
Fax: 702-838-3636
assly@adamslawnevada.com
Nevada Bar No. 9178

Jeffrey S. Lowenstein
Ross A. Williams
BELL NUNNALLY & MARTIN LLP
3232 McKinney Ave., Suite 1400
Dallas, Texas 75204-2429
Tel: 214-740-1400
Fax: 214-740-1499
jeffl@bellnunnally.com
rossw@bellnunnally.com
Texas Bar No. 24007574
Texas Bar No. 24066296

ASSOCIATE COUNSEL

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

CADLES OF GRASSY MEADOWS II,
L.L.C., as successor-in-interest to Judgment
Creditor RESOLUTION TRUST
CORPORATION AS RECEIVER OF FIRST
SAVINGS OF ARKANSAS, F.A.,

Applicant,

CASE NO. 2:11-cv-00475

V.

TEXAS PREMIER LLC,
Respondent,

V.

DEAN H. MADDOX,

Judgment Debtor.

**JUDGMENT CREDITOR CADLES OF GRASSY MEADOWS II, L.L.C., AS
SUCCESSOR-IN-INTEREST TO JUDGMENT CREDITOR RESOLUTION TRUST
CORPORATION AS RECEIVER OF FIRST SAVINGS OF ARKANSAS, F.A.'S
APPLICATION FOR CHARGING ORDER**

Applicant **CADLES OF GRASSY MEADOWS II, L.L.C.** ("Cadles"), as successor-in-interest to Judgment Creditor Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A. in the judgment registered in this Court on November 10, 2010, under Case No. 2:10-ms-00112-NA (subsequently changed to Case No. 2:11-cv-00475), respectfully requests that the Court grant this Application for Charging Order (this "Application") against the membership interest of Judgment Debtor Dean H. Maddox, individually, in Respondent Texas Premier LLC, pursuant to **FEDERAL RULE OF CIVIL PROCEDURE 64**, **FEDERAL RULE OF CIVIL PROCEDURE 69**, and **NEVADA REVISED STATUTES SECTION 86.401**, and Cadles shows the Court the following:

JURISDICTION AND PARTIES

1. This Court has Jurisdiction over this matter because the judgment against Maddox was registered in this Court, giving it the same force and effect as a judgment of this Court. 28 U.S.C. § 1963 (2006).
2. Cadles is a West Virginia limited liability company with its principal place of business in Ohio.
3. Texas Premier LLC ("Texas Permier") is a Nevada Limited Liability Company with its principal place of business in Nevada, and may be served with process through its registered agent, Incorp Services, Inc., at 2360 Corporate Circle, Suite 400, Henderson, Nevada 89074-7722, pursuant to Federal Rule of Civil Procedure 4(h)(1)(B).
4. Judgment Debtor Dean H. Maddox ("Maddox") may be served with notice at 615 Peden Street, Houston, Texas 77006, pursuant to Federal Rule of Civil Procedure 4(e)(1).

SUPPORTING DOCUMENTS

5. This Application is supported by the Affidavit of Nick Davies (the "Davies Affidavit"), attached as Exhibit A and fully incorporated herein by reference, as well as the other Exhibits attached hereto.

OPERATIVE FACTS

6. Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A. ("RTC"), recovered a judgment (the "Judgment") against Defendants Texas Moline, Ltd. and Dean H. Maddox, jointly and severally, in Cause No. H-92-1692, in the United States District Court for the Southern District of Texas, Houston Division, and the Judgment was duly registered in this Court on November 10, 2010.¹ The Judgment awarded RTC the principal sum of \$2,945,218.00, plus pre-judgment interest at eight percent (8%) from April 2, 1991 to the date of judgment, for a per diem accrual of \$645.53 on the \$2,945,218.00 sum, plus reasonable attorneys fees of \$4,000.00, plus additional fees in the event of appeal, plus judgment for all costs of Court, plus post-judgment interest on all sums at the rate of 3.38% per annum from the date of judgment until paid.² As of April 25, 2011, the total amount of principal due on the Judgment, with interest compounded annually pursuant to 28 UNITED STATES CODE SECTION 1961(b) (2006), is \$6,211,858.30, plus accrued interest as of that date in the amount of \$91,242.62, for a total of \$6,303,100.92, with interest accruing at 3.38% per annum.³

7. In June 1995, RTC assigned the Judgment to JDC Finance Company ("JDC").⁴ JDC assigned the Judgment to Value Recovery Group, Inc. ("VRG"),⁵ VRG assigned the

¹ A certified copy of the registered Judgment is attached as Exhibit B, and incorporated by reference.

² See Exhibit B.

³ See Exhibit A at ¶ 8; the amount owed under the Judgment will change pending payment on a related garnishment matter filed with the Court under this cause number on July 16, 2010, at document number 47.

⁴ A true and correct copy of the RTC's Assignment of Judgment to JDC is attached as Exhibit A-1, and incorporated by reference.

⁵ True and correct copies of the Assignment and Bill of Sale and Power of Attorney to VRG are attached as Exhibit A-2 and Exhibit A-3, respectively, and incorporated by reference.

Judgment to The Cadle Company (“Cadle”),⁶ and Cadle assigned the Judgment to Cadles,⁷ the current owner and holder of the Judgment.⁸ The Judgment remains in all things final, valid, subsisting and unsatisfied.⁹

8. Texas Premier is a Nevada limited liability company engaged in carrying on business for profit, with its principal place of business in Nevada.¹⁰ Because Maddox and/or his d/b/a, The Maddox Interests, have a membership interest in Texas Premier,¹¹ there are sums that are or will become due from Texas Premier to Maddox. Texas Premier should pay those sums directly to Cadles in order to pay the unsatisfied amount of the Judgment against Maddox.

9. After a diligent search, Cadles has not discovered assets of Maddox subject to execution sufficient to satisfy the Judgment.¹² Cadles is therefore entitled, pursuant to FEDERAL RULE OF CIVIL PROCEDURE 64 and NEVADA REVISED STATUTES SECTION 86.401, to have Maddox’s interest in Texas Premier charged as set out above.

PRAYER

WHEREFORE, Cadles of Grassy Meadows II, L.L.C. requests that the Court grant this application and enter an order:

1. requiring Maddox to immediately produce copies of all agreements concerning his interest related to Texas Premier, including a report of the amounts now due or that may become due and distributable to Maddox by virtue of his membership interest in Texas Premier and copies of all regulations and articles of organization of Texas Premier;
2. charging the interest of Maddox and/or his d/b/a, The Maddox Interests, in Texas Premier in the manner set forth in this Application, in the amount of the unsatisfied Judgment attached as Exhibit B, together with interest, costs and attorneys’ fees as may be allowed;

⁶ A true and correct copy of the assignment to Cadle is attached as Exhibit A-4, and incorporated by reference.

⁷ A true and correct copy of the assignment to Cadles is attached as Exhibit A-5, and incorporated by reference.

⁸ See Exhibit A at ¶ 6.

⁹ See *id.* at ¶ 8.

¹⁰ Certified copies of the Articles of Organization and Initial List are attached as Exhibit C and incorporated by reference.

¹¹ See Exhibit A-6.

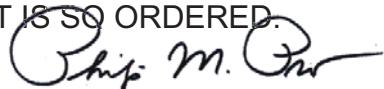
¹² See Exhibit A at ¶ 9.

3. requiring Texas Premier to distribute all membership distributions, profits, cash, assets and other monies due or that shall become due to Maddox and/or his d/b/a, The Maddox Interests, directly to Cadles until the unsatisfied Judgment attached as Exhibit B, together with interest, costs and attorneys' fees as may be allowed, have been fully paid;
4. that Texas Premier shall not distribute to any other person or entity any membership distributions, profits, cash, assets, or other monies due or that shall become due to Maddox and/or his d/b/a, The Maddox Interests;
5. charging all costs and attorneys' fees incurred by Cadles in drafting this Application and obtaining said order against Maddox; and
6. granting Cadles all other relief to which Cadles may be justly entitled.

Respectfully submitted,

ADAMS LAW GROUP, LTD.

IT IS SO ORDERED.



PHILIP M. PRO
U.S. DISTRICT JUDGE

By: /s/ Assly Sayyar
Assly Sayyar, attorney-in-charge
Nevada Bar No. 9178

Dated: June 28, 2011.

8681 W. Sahara Ave., Suite 280
Las Vegas, Nevada 89117
Tel: 702-838-7200
Fax: 702-838-3636
assly@adamslawnevada.com

**ATTORNEYS FOR PLAINTIFF
CADLES OF GRASSY MEADOWS II, L.L.C.**

BELL NUNNALLY & MARTIN LLP

By: /s/ Jeffrey S. Lowenstein
Jeffrey S. Lowenstein, associate counsel
Texas Bar No. 24007574
Ross A. Williams, associate counsel
Texas Bar No. 24066296

3232 McKinney Ave., Suite 1400
Dallas, Texas 75204-2429
Tel: 214-740-1400
Fax 214-740-1499
jeffl@bellnunnally.com
rossw@bellnunnally.com

**ASSOCIATE COUNSEL FOR PLAINTIFF
CADLES OF GRASSY MEADOWS II, L.L.C.**

CERTIFICATE OF INTERESTED PARTIES

There are no known interested parties other than those participating in this Application.

/s/ Assly Sayyar
Assly Sayyar

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing was served on the 1st day of June, 2011, as follows:

VIA CMRRR #7160 3901 9849 2439 5033

Timothy J. Henderson
Attorney at Law
6300 West Loop South, Suite 280
Bellaire, Texas 77401

VIA CMRRR #7160 3901 9849 2439 5040

Texas Premier LLC
c/o its registered agent, Incorp Services, Inc.
2360 Corporate Circle, Suite 400
Henderson, Nevada 89074-7722

VIA CMRRR #7160 3901 9849 2439 5057

Steven D. Grossman
Sheiness, Scott, Grossman & Cohn LLP
1001 McKinney, Suite 1400
Houston, Texas 77002

VIA CMRRR #7160 3901 9849 2439 5064

Michael Mushkin
Mushkin & Associates
4475 S. Pecos Rd.
Las Vegas, Nevada 89121

/s/ Ross A. Williams

Ross A. Williams

AFFIDAVIT OF NICK DAVIES

STATE OF OHIO

§
§

COUNTY OF TRUMBULL

BEFORE ME, the undersigned authority, on this day personally appeared the undersigned affiant, who, being by me duly sworn, states on oath that:

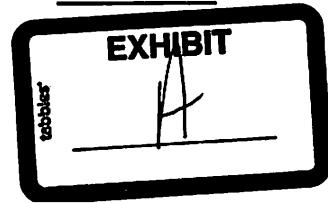
1. "My name is Nick Davies. I am of sound mind and am competent to testify to the matters contained in this Affidavit. I am over the age of 21 years and have never been convicted of a felony or of any crime of moral turpitude. Every statement made in this affidavit is made on my personal knowledge and is true and correct.

2. "I am an Account Officer for Cadles of Grassy Meadows II, L.L.C. ("Cades").

3. "On June 1, 1995, Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A. ("RTC") assigned all of its right, title and interest in the judgment in Cause No. H-92-1692, *Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A. v. Texas Moline, Ltd. and Dean H. Maddox, jointly and severally*, entered in the United States District Court for the Southern District of Texas, Houston Division, on November 19, 1993 (the "Judgment"), to JDC Finance Company ("JDC"). A true and correct copy of the RTC's Assignment of Judgment to JDC Finance Company is attached hereto as Exhibit A-1.

4. "On September 8, 1998, JDC assigned all of its right, title and interest in the Judgment to Value Recovery Group, Inc. ("VRG"). True and correct copies of the Assignment and Bill of Sale and Power of Attorney executed by JDC are attached hereto as Exhibits A-2 and A-3, respectively.

5. "On July 26, 2001, VRG assigned all of its right, title and interest in the Judgment to The Cadle Company ("Cadle"). A true, correct, and certified copy of the Corrected Assignment of Judgment executed by VRG is attached hereto as Exhibit A-4.



6. "On August 4, 2008, Cadle assigned all of its right, title and interest in the Judgment to Cadles. A true, correct, and certified copy of the Assignment of Judgment executed by Cadle is attached hereto as Exhibit A-5. Cadles is the current owner and holder of the Judgment.

7. "The Judgment was awarded against Texas Moline, Ltd. and Dean H. Maddox, jointly and severally, as follows: in the principal sum of \$2,945,218.00; plus pre-judgment interest at eight percent (8%) from April 2, 1991, to the date of judgment for a per diem accrual of \$645.53 on the \$2,945,218.00 sum; plus reasonable attorneys fees of \$4,000.00; plus additional fees in the event of appeal; plus all costs of Court; plus post-judgment interest on all sums at the rate of 3.38% per annum from the date of judgment until paid.

8. "The Judgment is final, valid, subsisting and unsatisfied. As of April 25, 2011, the total amount of principal due on the Judgment, with interest compounded annually pursuant to 28 UNITED STATES CODE SECTION 1961(b) (2006), is \$6,211,858.30 plus accrued interest as of that date in the amount of \$91,242.62, for a total of \$6,303,100.92, with interest accruing at 3.38% per annum. Cadles is the owner and holder of the Judgment.

9. "After a diligent search, Cadles has not discovered assets of Maddox subject to execution sufficient to satisfy the Judgment.

10. "A true and correct copy of excerpts from the Oral Deposition of Dean H. Maddox, which was taken on February 10, 2011, is attached as Exhibit A-6. Those excerpts reflect that The Maddox Interests is a d/b/a of Dean H. Maddox, individually, and that Dean H. Maddox and/or his d/b/a, "The Maddox Interests," holds an interest in Texas Premier LLC."

FURTHER AFFIANT SAYETH NAUGHT.

Nick Davies
Nick Davies

SUBSCRIBED AND SWORN TO BEFORE ME on this the 5 day of
May 2011, to certify which hand and official seal.

Amanda Reed
Notary Public in and for the State of Ohio

771901_I.DOC/8.830



Amanda Reed
Resident Mahoning County
Notary Public, State of Ohio
My Commission Expires: 09/28/2014

ASSIGNMENT OF JUDGMENT

STATE OF TEXAS

§

KNOW ALL PERSONS BY THESE PRESENTS:

COUNTY OF DALLAS

§

FOR VALUABLE CONSIDERATIONS, in hand paid, the receipt and adequacy of which are hereby acknowledged, Resolution Trust Corporation, as Receiver for First Savings of Arkansas, F.A. ("Assignor"), hereby sells, transfers, assigns and sets over to JDC Finance Company I, L.P. ("Assignee") all of Assignor's right, title and interest in and to the following Judgment, as described hereinbelow:

That certain Final Judgment signed November 16, 1993, in Civil Action No. H-92-1692 styled, "Resolution Trust Corporation As Receiver of First Savings of Arkansas, F.A., Plaintiff, v. Texas Moline, Ltd. and Dean H. Maddox, jointly and severally, Defendants" then pending in the United States District Court for the Southern District of Texas, Houston Division, for the sum of \$2,945,218.00, plus pre-judgment interest as specified therein, attorney's fees and post-judgment interest at the rate of 3.38% per year. A copy of such Judgment is attached hereto as Exhibit "A" and incorporated herein by reference for all purposes;

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be executed at Cook TX, Dallas County, Texas this 1 day of June 1995, but effective as of the 17 day of MARCH 1995.

RESOLUTION TRUST CORPORATION, in its capacity as receiver for First Savings of Arkansas, F.A.

By: ROY J. Lollar
Name: ROY J. LOLLAR JR.
Attorney-In-Fact

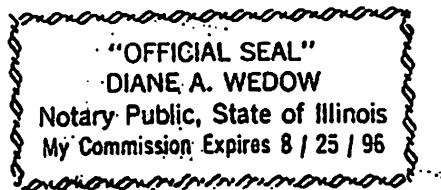
ILLINOIS
STATE OF ~~MISSOURI~~ §
Cook §
COUNTY OF ~~JACKSON~~ §

This instrument was acknowledged before me on the 2nd day of
JUNE, 1995, by Roy S. Lohar Jr. as attorney-in-fact of Resolution Trust Corporation, in its capacity as Receiver for First Savings of Arkansas, F.A., for the consideration therein expressed.

SUBSCRIBED AND SWORN TO before me on the 2nd day of
JUNE, 1995.

Diane A. Wedow
Notary Public in and for the State of Texas

SDGTRAN167245.1



ASSIGNMENT AND BILL OF SALE

Pursuant to that certain Asset Purchase and Sale Agreement, dated as of September 8, 1998, made and entered into by and between JDC FINANCE COMPANY II, L.P. ("JDC"), a Delaware limited partnership, and VALUE RECOVERY GROUP, INC. ("VRG") which provides for the transfer to VRG, all of JDC's rights, title and interest, if any, in and to "the assets listed on Exhibit A attached hereto" (the "Assets") and VRG hereby agrees to accept the Assets from JDC.

JDC executed a Power of Attorney on September 8, 1998, providing VRG with the authority to execute an Assignment and Bill of Sale to transfer the Assets.

NOW THEREFORE KNOW ALL MEN BY THESE PRESENTS, that JDC, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound, has bargained and sold, and by these presents, does hereby grant, bargain, sell, convey, transfer, assign, and deliver to VRG, its successors and permitted assigns, each of the Assets, "as is", without representation or warranty as to ownership, title, collectability, or any other matter.

TO HAVE AND TO HOLD the Assets unto VRG, its successors and permitted assigns, to and for its and their own proper use and benefit forever.

VRG shall have the right to collect or receive any monies due under the Assets, and any part thereof, or to release or discharge said Assets. VRG, by accepting this Assignment and Bill of Sale, does hereby hold JDC harmless from all costs incurred in the collection of the Assets.

This Assignment and Bill of Sale shall be governed by and construed in accordance with the laws of the State of Ohio, without giving effect to principles thereof relating to conflicts of law.

IN WITNESS WHEREOF, the undersigned has duly executed this Assignment and Bill of Sale, or has caused this Assignment and Bill of Sale to be executed on its behalf, as of 8th
September, 1998.

JDC FINANCE COMPANY II, L.P.

By: Value Recovery Group, Inc.
Attorney-in-Fact

BY:

Barry H. Fromm, President

EXHIBIT

A-2

STATE OF OHIO §
§ ss.
COUNTY OF FRANKLIN §

The undersigned, a Notary Public in and for the above-said County and State, does hereby acknowledge that Barry H. Fromm, as ATTORNEY IN FACT of JDC FINANCE COMPANY II, L.P., personally appeared before me this day, and being by me duly sworn, says that s/he, being informed of the contents, voluntarily executed the foregoing instrument for and on behalf of such entity.

WITNESS my hand and official seal, this 8th day of September, 1998.

Merrick L. Tate

Notary Public for the State of Ohio
My Commission Expires: 9/8/99

MERRICK L. TATE
NOTARY PUBLIC, STATE OF OHIO
My Commission Expires Sept. 8, 1999.

FIN NO: 7370

<u>FILE#</u>	<u>TYPE</u>	<u>FILE</u>	<u>ACC#</u>	<u>ASSESSNAME</u>	<u>BALANCE</u>	<u>BALNO</u>
45-699	D	Y	9450004	HADDOX, DEAN H	2,945.218.00	N
45-699	D	Y	9450020	HEARY MICHAEL L	982,500.00	N
45-699	D	Y	9450021	WILSON CHARLES J	982,500.00	N
46-699	J	Y	9460025	BOLDEN, JAMES L	3,592.07	N
46-699	J	Y	9460160	JERIMIAN'S RESTAURANT, INC.	1,155,262.08	N
46-699	J	Y	9460087	NEWLAND, JOHN R	20,436.86	N
.....						
FIN 7370 TOTAL:						6,089,509.01

POOL8

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, JDC Finance Company II, L.P., a Delaware limited partnership ("Seller"), hereby constitutes and appoints Value Recovery Group, Inc. ("Buyer"), its true and lawful attorney and agent, with power and authority to do the following with respect to those certain judgments, deficiencies, charge-offs and small-balance assets (the "Assets") described in Exhibit "A" attached to that certain Asset Purchase and Sale Agreement, dated as of September 8, 1998, between Seller, as seller, and Buyer, as buyer:

- (i) Execute any and all documents and instruments necessary to transfer, convey and deliver to Buyer all the Seller's right, title, interest and possession of the Assets and the Asset Documents, and all of Seller's interest in any property, whether real or personal, securing the Assets;
- (ii) Endorse Seller's name on checks, drafts, money orders or other evidence of payment made by any obligors or any other persons on any of the Assets and received by Seller or Buyer after the date hereof;
- (iii) Endorse and sign Seller's name on assignments, continuation statements and other documents to be filed or recorded as public records with respect to the Assets;
- (iv) Enforce, to the extent of its interest in the Assets, the provisions of any insurance policy that names Seller as insured, loss payee or lienholder;

Seller hereby ratifies and confirms all that Buyer as such attorney and agent shall do or cause to be done within the lawful scope hereof; provided, however, that such ratification and confirmation of the power granted to Buyer herein shall not create any obligation or impose any liability on Seller.

By acceptance hereof Buyer agrees to indemnify and hold harmless Seller, its officers, directors, agents, employees and representatives from and against any and all liabilities, claims, expenses, damages or losses, including without limitation reasonable fees of legal counsel, and related disbursements incurred by Seller and arising out of any actions by Buyer in the name of Seller. Upon notice and request by Seller, Buyer agrees to defend Seller or cause Seller to be defended in any legal action, suit, or proceeding arising out of any actions by Buyer in the name of Seller.

This Power of Attorney is coupled with an interest and may not be revoked unless Buyer exceeds the scope of the authority granted hereunder in the name of Seller and is non-transferable and non-assignable by Buyer.

EXHIBIT

A-3

IN WITNESS WHEREOF, the undersigned has executed this Power of Attorney as of the 8th day of September, 1998.

SELLER:

JDC FINANCE COMPANY II, L.P.,
a Delaware limited partnership

By: Prentiss/FMRC Joint Venture II, a Texas general partnership, its General Partner

By: Prentiss Properties JDC, Inc., a Delaware corporation, its General Partner

By: Bruce Novick
Name: Bruce Novick
Title: Designated Representative

R:\2101119\SALE\JDC2\POA-JDC2.WPD
CGC 9/7/98

PPNID	Name	Accounting	Current Book Value	PPNID	Name	Accounting	Current Book Value
23345	HART, LLOYD	Midwest Federal Savings Bank	43,003.00	23346	HART, W.	Midwest Federal Savings Bank	7,367.00
23347	HAWKINS, SARAH	Midwest Guaranty S&L F.A.	2,422.00	23348	HAWKINS HOUSE	Minneapolis Corporate	7,034.00
23349	HAYS, WILLIAM J (DO PCS)	CROSS ROADS S&L ASSOC	11,344.00	23370	HEATH, W.	Midwest Federal Savings Bank	6,652.00
23371	HEATHCOCK, C.	Midwest Federal Savings Bank	2,704.00	23372	HENDERSON, BARBARA	Community Federal S&L ASSN	5,736.00
23373	HENDRICKSON, V.	Midwest Federal Savings Bank	3,551.00	23374	HENDRICK, TROY	Midwest Federal Savings Bank	6,140.00
23375	HENSON, JOEY	Midwest Federal Savings Bank	3,130.00	23376	HILL, REBEKAH	Midwest Federal Savings Bank	341.00
23377	HODGES, FORREST H.	Community Savings And Loan	4,343.00	23378	HOLLEY, JOE & JUDY	Peoples Fed SVCS ASSOC	7,031.00
23379	HODGA, RONALD	Midwest Federal Savings Bank	461.00	23380	HORNICK, PETER	Midwest Guaranty S&L	30,751.00
23381	HOUKE, LINDA	Midwest Federal Savings Bank	4,007.00	23382	HOUTS, W WALLACE	Midwest Sav Assn- Minneapolis	688,727.00
23383	HOVORSTEN, GARFIELD C	Midwest Sav Assn- Minneapolis	17,020.00	23384	HUTCHISON, S. L.	Peoples Heritage Savings	23,410.00
23385	I N INVESTMENTS	Superior Federal Savings	28,802.00	23386	I N INVESTMENTS	Superior Federal Savings	17,934.00
23387	IGUEGAS	Midwest Federal Savings Bank	1,841.00	23388	JAMES, THERESA L	Home FSA of Kansas City	11,131.00
23389	JAMES, A CONTRA-LASS	Minneapolis Corporate	2,948.00	23390	JARRET, ALICIA	Community Federal S&L ASSN	6,184.00
23391	JENKINS, WALLACE	Midwest Federal Savings Bank	1,237.00	23392	JEROME'S RESTAURANT, INC.	First Savings of Arkansas	1,135,292.00
23393	JEWELL, LEROY LORI JR	FUTURE FED SAVINGS BANK	918.00	23394	JOHNSON, HAROLD	Minneapolis Corporate	2,587.00
23395	JOHNSON, CAROL	Community Federal S&L ASSN	30,282.00	23396	JOHNSON, EDWIN	Midwest Federal Savings Bank	670.00
23397	JOHNSON, PATRICK	Community Federal S&L ASSN	618.00	23398	JOHNSON, ROBERT Q.	Midwest Federal- Farmers' Bank	746.00
23399	JONES, DEBORAH J	Far West FSB	10,714.00	23400	JONES, JR., RALPH	State Fed S&L ASSN	20,714.00
23401	JONES, WILLIAM M	BROKEN ARROW S&L	204.00	23402	JORGENSEN, J.	Midwest Federal Savings Bank	1,842.00
23403	JUBARA, JULIE	Midwest Federal Savings Bank	457.00	23404	JARR	Midwest Federal Savings Bank	4,024.00
23405	KARRON, ABRAHAM	Midwest Federal Savings Bank	1,340.00	23406	KASSEN, LOUIS	Community Savings And Loan	4,175.00
23407	KASTEN, DAVID	Community Federal S&L ASSN	8,577.00	23408	KEEPSEAGLE, JOE	Midwest Federal Savings Bank	838.00
23408	KELLER, BREnda	Midwest Federal Savings Bank	2,773.00	23410	KING, ERIC	Midwest Federal Savings Bank	1,094.00
23411	KIRZAI	Midwest Federal Savings Bank	28,343.00	23412	KIRK, JOE	Midwest Federal Savings Bank	4,808.00
23413	KLASTERMAN, K.	Midwest Federal Savings Bank	8,580.00	23414	KLEINBACH, MARY	Community Federal S&L ASSN	2,121.00
23415	KNAPP	Minneapolis Corporate	5,001.00	23416	KNORR, ROBERT	Midwest Federal Savings Bank	20,084.00
23417	KNUUTSON, JONATHAN	Midwest Federal Savings Bank	3,503.00	23418	KOCHELL, TODD	Continental FSLA	469.00
23419	KOMLER, ERNEST	FIRST FED S & L-TOLEDO, OH	677.00	23420	KOLESIN, WILLIAM	Durand Federal, S & L ASSOC.	531.00
23421	KOLTER, THOMAS	Minneapolis Corporate	51,083.00	23422	KOPP, ROSEMARY	Midwest Federal Savings Bank	4,471.00
23423	KOPPES, JOSEPH	American Federal Savings	109.00	23424	KRAFT	Midwest Federal Savings Bank	2,284.00
23425	KUCHERA, KEVIN	Midwest Federal Savings Bank	3,240.00	23426	KUSHINSKI SCOTT PROPERTY DAMAG	Midwest Sav Assn- Minneapolis	191.00
23427	KVASNEROFF, MARYLS M	Far West FSB	2,358.00	23428	LACY, JEFFREY	Midwest Federal Savings Bank	4,511.00
23429	LADOTTE, MARY SPARKS	Cheshire Fed Savings & LOAN	18,503.00	23430	LAGUER	Midwest Federal Savings Bank	2,391.00
23431	LAFRENIERE, MICHAEL	Midwest Federal Savings Bank	9,504.00	23432	LAMORA, KEITH	Durand Federal, S & L ASSOC.	361.00
23433	LANE	Minneapolis Corporate	18,480.00	23434	LASE, JAMES A	Minneapolis Corporate	4,241.00
23435	LAWRENCE, JOSHUA	Midwest Federal Savings Bank	7,894.00	23436	LEE, CAM CHU	Far West FSB	50,721.00
23437	LEE, RALPH	First Fed S & L-TOLEDO, OH	7,002.00	23438	LEPEZVIE, JOSEPH	First of Kansas Savings	250.00
23439	LELACHEUR, DONALD	First FS & LA	65,000.00	23440	LEMEY, RUSSEL O. & BARBARA L.	Olympic Federal Savings	18,000.00
23441	LECK MORTON	Red River Federal S&L ASSN	7,300.00	23442	LEINHARD, STEVEN	Midwest Federal Savings Bank	4,400.00
23443	LILJENBERG, FRED, JR.	Durand Federal S & L ASSOC.	10,000.00	23444	LINDSTROM, JOHN	Durand Federal S & L ASSOC.	15,000.00
23445	LITTLEGHOST, SHELA	Midwest Federal Savings Bank	4,232.00	23446	LOUZ, ROMERO	First FS & LA OF SEMINOLE	322.00
23447	LOWE LOAN	Minneapolis Corporate	301.00	23448	LOWE LOAN FDS	Summit First	301.00
23449	LUEHER, BOBBY	Platte Valley Savings	3,803.00	23450	LUTZ, KATH	Community Federal S&L ASSN	2,513.00
23451	MAADOX, RONNIE	Red River Federal S&L ASSN	827.00	23452	MAADOX, WILLIS MITZI	Continental FSLA	12,206.00
23453	MAADOX, DEAN H	First Savings of Arkansas	2,943,718.00	23454	MAES, E. JOSEPH	Continental FSLA	488.00
23455	MAJARIAN, GARD	Midwest Federal Savings Bank	41,008.00	23456	MALCOLM-OLSON, BOBBI	Home FSA of Kansas City	3,500.00
23457	MALEY, ROO	First of Kansas Savings	4,343.00	23458	MANAGEMENT, INC.	Occidental Nebraska Savings Bank	209,185.00
23459	MANSUR, DONALD	Durand Federal S & L ASSOC.	2,105.00	23460	MARNEAU, ROBERTOMARIA	Great American Federal S&L	13,462.00
23461	MARKSTALLER, GARY	Benjamin Franklin FSLA	59,453.00	23462	MARTER	Midwest Federal Savings Bank	11,308.00
23463	MARTIN, JOHN EDWIN	Community Federal S&L ASSN	400.00	23464	MARTIN, MICHAEL	Midwest Federal Savings Bank	5,404.00
23465	MARTWICK, RICHARD	Midwest Federal Savings Bank	3,841.00	23466	MASON, LARRY DEBRA	Continental FSLA	11,365.00
23467	MATHENIS, L. MUELLER	Minneapolis Corporate	2,823.00	23468	MATSBERRY, KENTRIS	Family Savings Bank	10,446.00

**CORRECTED
ASSIGNMENT OF JUDGMENT**

FOR VALUE RECEIVED, the undersigned, Value Recovery Group, Inc., (hereinafter the "Assignor"), hereby transfers, assigns and conveys without recourse unto THE CADLE COMPANY, an Ohio corporation located at 100 North Center Street, Newton Falls, Ohio 44444 (hereinafter the "Assignee"), all its right, title, interest, powers and options in, if any, in the Judgment rendered against Defendant(s) in Civil Action No. H-92-1692, Case No. 00-20192, in the United States District Court, for the Southern District of Texas, Houston Division, wherein Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A. was the Plaintiff and Texas Moline, Ltd. and Dean H. Maddox were the Defendants. Said Judgment was assigned from Resolution Trust Corporation, an instrumentality of the United States of America to JDC Finance Company II, L.P., a Delaware limited partnership by Assignment and Bill of Sale dated March 17, 1995. Said Judgment was further ~~assigned from JDC Finance Company II, L.P., a Delaware limited partnership to Value Recovery Group, Inc. by Assignment and Bill of Sale dated September 8, 1998.~~

THIS CORRECTED ASSIGNMENT OF JUDGMENT REPLACES AND CORRECTS THE PREVIOUS ASSIGNMENT FILED ON MAY 7, 2002 WITH THE UNITED STATES DISTRICT COURT, SOUTHERN DISTRICT, HOUSTON DIVISION, TEXAS, REFLECTING THE CORRECT ASSIGNOR BEING VALUE RECOVERY GROUP, INC. AND NOT VALUE RECOVERY GROUP, L.P., A DELAWARE LIMITED PARTNERSHIP.

IN WITNESS WHEREOF, Assignor has executed this Assignment of Judgment as of June 07, 2002, but effective as of July 26, 2001.

Kathleen J. Bryner

Kathleen J. Bryner, Witness

JoBeth Gibbs

JoBeth Gibbs, Witness

VALUE RECOVERY GROUP, INC., BY THE CADLE COMPANY, ITS ATTORNEY IN FACT, BY POWER OF ATTORNEY, DATED JULY 26, 2001.

By: William E. Shaulis, ECF

William E. Shaulis

Its: Executive Vice President

STATE OF OHIO
COUNTY OF TRUMBULL

Before me, a Notary Public in and for said County and State, personally appeared William E. Shaulis who under penalty of perjury in violation of Section 2921.1! of the Revised Code represented to me to be said person and who signed the foregoing Instrument and acknowledged the same as his voluntary act and deed.

Executed this 7 day of June, 2002.

(Notarial Seal)

AFTER RECORDING RETURN TO:
THE CADLE COMPANY
100 North Center Street
Newton Falls, OH 44444-1321
(330) 872-0918
Dean H. Maddox
Our File No. WWB70002
C:\documents\WWB6-New.doc

RECORDERS MEMORANDUM
AT THE TIME OF RECORDATION, THIS
INSTRUMENT WAS FOUND TO BE INADEQUATE
FOR THE BEST PHOTOGRAPHIC REPRODUCTION
BECAUSE OF ILLEGIBILITY, CARBON OR
PHOTO COPY, DISCOLORED PAPER, ETC.

KATHRYN T. SABOL, NOTARY PUBLIC
STATE OF OHIO

MY COMMISSION EXPIRES MARCH 27, 2003

EXHIBIT

A-4

WWB70002
3225

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

United States District Court
Southern District of Texas
EUEF:

AUG 13 2008

**Michael N. Milby
Clark of Court**

**RESOLUTION TRUST CORPORATION AS
RECEIVER OF FIRST SAVINGS OF
ARKANSAS, F.A.,**
Plaintiff,

vs.
**TEXAS MOLINE, LTD. and DEAN H.
MADDOX, Jointly and Severally,
Defendants.**

C.A. NO. H-92-1692

ASSIGNMENT OF JUDGMENT

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged THE CADLE COMPANY, located at 100 North Center Street, Newton Falls, Ohio 44444 (hereinafter the "Assignor"), hereby transfers, assigns and conveys without recourse and without any representations or warranties, express or implied unto CADLES OF GRASSY MEADOWS II, L.L.C., a West Virginia limited liability company located at 100 North Center Street, Newton Falls, Ohio 44444 (hereinafter the "Assignee"), all of Assignor's right, title and interest, if any, in the Judgment rendered in C.A. NO. H-92-1692, filed on November 19, 1993, in the United States District Court, for the Southern District of Texas, Houston Division, wherein Resolution Trust Corporation as Receiver of First Savings of Arkansas, F.A., was the Plaintiff and Texas Moline, Ltd. and Dean H. Maddox, jointly and severally, were the defendants.

In witness whereof, the undersigned has hereunto set its hand by its duly authorized officer this 4th day of August, 2008.

John Knodel, Witness
Tiffany A. Engler, Witness

THE CADLE COMPANY

By: William E. Shaulis
Its: Executive Vice President

STATE OF OHIO
COUNTY OF TRUMBULL

Before me, a Notary Public in and for said County and State, personally appeared William E. Shaulis who under penalty of perjury in violation of Section 2921.11 of the Revised Code represented to me to be said person and who signed the foregoing Instrument and acknowledged the same as his voluntary act and deed.

Executed this 4th day of August, 2008.

Amy A. Shaffer, *Noisy Public*

PREPARED BY AND RETURN TO:
THE CADLE COMPANY
100 NORTH CENTER STREET
NEWTON FALLS, OH 44444-1521
(330) 872-0918, Attn: Gail London
Debtors: Dean H. Maddox
Our File No.: WWB70002
©1996, Landau/Paragon/BBF. All rights reserved. AJ TCC 244-14



Amy A. Shaffer
Resident Trumbull County
Notary Public, State of Ohio
My Commission Expires: 04/10/2013



**TRUE COPY I CERTIFY
ATTEST:
MICHAEL N. MILBY, CLERK
By L. T. en Deputy Clerk**

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 1

Judgment Debtor.

10 ORAL DEPOSITION OF
11 DEAN H. MADDOX
FEBRUARY 10, 2011
VOLUME 1 OF 1

14 ORAL DEPOSITION of DEAN H. MADDOX, produced as
15 a witness at the instance of the Plaintiff, Cadles of
16 Grassy Meadows, II, L.L.C., and duly sworn, was taken in
17 the above-styled and numbered cause on February 10, 2011,
18 from 9:05 a.m. to 2:59 p.m., before Sandi LoCascio, CSR,
19 RPR in and for the State of Texas, by machine shorthand
20 method, at the offices of Timothy J. Henderson, 6300 West
21 Loop South, Suite 280, Bellaire, Texas 77401-2905,
22 pursuant to the Federal Rules of Civil Procedure and the
23 provisions as may be stated on the record or attached
24 hereto.

EXHIBIT

AMY MASSEY & ASSOCIATES

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 13

1 A No.

2 Q Other than the Bank of America, Wells Fargo,
3 Compass Bank, or Capital One accounts, are there any other
4 bank accounts in your name?

5 A No.

6 Q Okay. And, by bank accounts, I mean checking
7 accounts, savings accounts, or a brokerage account.

8 A No.

9 Q The Maddox Interests, that is an unincorporated
10 name that you use to conduct business?

11 A Yes. I have for 30 years.

12 Q There's no -- it's not a corporation or limited
13 partnership or LLC; it's just a trade name that you use?

14 A It's a d/b/a.

15 Q A d/b/a.

16 Other than the accounts that we saw from
17 Whitney Bank for Maddox Interests, are there any other
18 bank accounts, savings accounts, or brokerage accounts in
19 the name Maddox Interests?

20 A No.

21 Q Have there been in the last five years?

22 A No.

23 Q We, being Cadles, garnished your Maddox
24 Interests account at Whitney Bank, correct?

25 A Yes, I'm aware of that.

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 193

1 Q And, now, it's Tuxedo?

2 A Yes, it is.

3 Q What percentage or interest do you have in Texas
4 Premier, LLC?

5 A I think four or five percent, again.

6 Q And, has Texas Premier, LLC made any
7 distributions to members?

8 A It's only been in existence for three months.

9 Q So, that's a no?

10 A That's a no. That is a no. You are correct,
11 that is a no.

12 Q I'll show you what's been marked as Exhibit 24,
13 which is an agreement among members for Texas Premier,
14 LLC. Does the back page of that reflect the ownership
15 structure for Texas Premier, LLC?

16 A Yes. That requires a little explanation here.

17 Q Okay.

18 A Okay. Yes, it's correct. The back page always
19 reflects Exhibit A, is supposed to reflect that.

20 In this particular case, Reed, Sun, and
21 Maddox borrowed \$360,000 from a bank, guaranteeing that
22 loan. We put the money into here to loan to the other
23 guys. That's 120, 120, 120. That's that interest here.
24 There was no actual equity contribution by me, other than
25 that borrowed money.

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 194

1 Q Okay.

2 A But the money was not borrowed by Texas Premier,
3 LLC. We had to borrow it individually.

4 Q Okay.

5 A And, we did. Now, Al Reed is showing 210 over
6 120; he actually put the difference in, in cash. But the
7 combination of his cash and this little other cash and
8 that loan that we made, got us the 565 that we then sent
9 to them. Minus the -- minus the investment banking fee.
10 That's why this interest is larger.

11 Q So, the stated interest in Exhibit 24 is 21 --

12 A That's correct.

13 Q -- point 24 percent?

14 A Yeah.

15 Q Okay.

16 A But, remember, there's 121,000 in debt -- excuse
17 me, I'm sorry. Go ahead.

18 Q I just want a yes or no. You own 21.24 percent
19 of Texas Premier, LLC?

20 A Correct. I guess, I'm entitled to. But my
21 interest is pledged as collateral on a loan in a
22 commercial bank --

23 Q Okay.

24 A -- from which the money came.

25 MR. LOWENSTEIN: Objection, to the

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 195

1 non-responsive portion.

2 A (CONTINUED:) Okay. Okay.

3 Q (BY MR. LOWENSTEIN:) And, Texas Premier, LLC is
4 managed by Texas Premier Management, LLC; is that correct?

5 A Correct.

6 Q And, did you previously own, up until November
7 of last year, own 100 percent of Texas -- or 99.9 percent
8 of Texas Premier Management, LLC?

9 A Yes.

10 Q And, is that interest then transferred to Tuxedo
11 Financial Services?

12 A Yes.

13 Q Did Tuxedo Financial Services pay Maddox
14 Interests anything for the transfer of the ownership
15 interest of Texas Premier Management, LLC?

16 A No.

17 Q The entities rolled up into the current MRS
18 Fleet include the Chemical Tank Car entity, MRS Fleet 1
19 and MRS Fleet 2?

20 A It's called Chemical Tank Car Joint Venture.

21 Q Okay.

22 A And, MRS Fleet 1, MRS Fleet. MRS Fleet 2 became
23 the survivor and just changed its name to MRS Fleet,
24 dropped the "2" designation.

25 Q Were there any other entities rolled up into

DEAN H. MADDOX - FEBRUARY 10, 2011

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CHANGES AND SIGNATURE			
PAGE	LINE	CHANGE	REASON
6	13	MADDOX MIDDLE NAME IS <u>Hamley</u> , NOT <u>Amey</u>	
10	10	<u>NAME</u> IS HIS SPELLED	
16	3	ITS SHOULD BE IT	
✓	✓	FUNCTIONS SHOULD BE FUNCTIONS	
✓	✓	NHS SHOULD BE NS	
17	23	WITNE SHOULD BE WNS	
18	4	MANAGING SHOULD BE INVESTMENT	
32	11	"FOR 4,000,000" SHOULD BE REMOVED	
35	24	ACCRANDER SHOULD BE ACCED	
40	2	CUP SHOULD BE COUPLE	
60	19	CFME SHOULD BE CEME	
71	10,20,22	✓ ✓ ✓ ✓	
72	1,8,12,14,15 17	✓ ✓ ✓ ✓	
72	20	MANAGING SHOULD BE MADDOX	
73	4,6,7,8,10,12, 15,19,20,21,23	CONFUG SHOULD BE CEME	
74	17	✓ ✓ ✓ ✓	
95	7-20	✓ ✓ ✓ ✓	
95	20	INSERT THE WORD "KNOW"	
98	23	FATH SHOULD BE FAME	
102	21	INSERT A COMMA AFTER RIGHT REMOVING THE WORD AFTER	
106	21	BIRCH SHOULD BE BUCCH	
107	18-20	CFMG SHOULD BE PREMFG	
108	1-7	✓ ✓ ✓ ✓	

Page	Line	Change
108	5	Drop the word "got"
109	20	CRIME SHOULD BE CRIMES
117	19&23	HONOR SHOULD BE HONOR
118	5	✓ ✓ ✓ ✓
122	24	Divorced SHOULD BE DIVORCES
137	14	REPLACE INADMISSIBLE WITH PARTNERSHIP
143	21	Partners SHOULD BE PARTNERSHIPS
145	12,15,16,24	CRIME SHOULD BE CRIMES
146	7,5,17,15, 17,18,21	✓ ✓ ✓ ✓
147	18	✓ ✓ ✓ ✓
158	13	ALIANCE SHOULD BE LYONS
154	15	INSERT THE WORD "BE"
✓	16	SECURITY SHOULD BE SECURELY
152	15+17	CRIME SHOULD BE CRIMES
158	6	✓ ✓ ✓ ✓
159	7+9	✓ ✓ ✓ ✓
163	25	REMOVE THE WORD "AND"
172	12	2000 SHOULD BE 2010
175	2	CRIMES SHOULD BE CRIMES
182	1	REMOVE THE WORD "THE"
183	15	MOVEMENTS SHOULD BE ADVANCES
186	3	CRISIS SHOULD BE CRISIS
192	9	"RANGE" SHOULD BE "RAISED"
202	18+19	CRIME SHOULD BE CRIMES
210	17	✓ ✓ ✓ ✓

DEAN H. MADDOX - FEBRUARY 10, 2011

Page 216

1 I, DEAN H. MADDOX, have read the foregoing
2 deposition and hereby affix my signature that same is
3 true and correct, except as noted above.
4

D.H.M.

5 DEAN H. MADDOX

6 THE STATE OF TEXAS)
7 COUNTY OF HARRIS)
8

9 Before me, Mary Switzer, on this
10 day personally appeared, DEAN H. MADDOX, known to me
11 (or proved to me under oath or through
12 _____) (description of identity
13 card or other document) to be the person whose name is
14 subscribed to the foregoing instrument and acknowledged
15 to me that they executed the same for the purposes and
16 consideration therein expressed.

17 Given under my hand and seal of office the
18 21st day of March, 2011.
19



Mary P. Switzer
20 NOTARY PUBLIC IN AND FOR
21

22 THE STATE OF TEXAS
23

DEAN H. MADDOX - FEBRUARY 10, 2011

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1 IN THE UNITED STATES DISTRICT COURT
2 FOR THE SOUTHERN DISTRICT OF TEXAS
3 HOUSTON DIVISION

4 RESOLUTION TRUST CORPORATION AS
5 RECEIVER OF FIRST SAVINGS OF
6 ARKANSAS, F.A.,

7 Plaintiff,
8 VS.

9 C.A. NO. H-92-1692

10 TEXAS MOLINE, LTD. and DEAN H.
11 MADDOX, Jointly and Severally,

12 Judgment Debtor.

13 *****

14 REPORTER'S CERTIFICATE

15 FEBRUARY 10, 2011

16 DEAN H. MADDOX

17 I, Sandi LoCascio, Certified Shorthand
18 Reporter in and for the State of Texas, do hereby
19 certify that the facts as stated by me in the caption
20 hereto are true; that the above and foregoing answers
21 of the witness, DEAN H. MADDOX, to the interrogatories
22 as indicated were made to me by the said witness after
23 being first duly sworn/affirmed to testify to the
24 truth, and same were reduced to printing under my
25 direction; that the above and foregoing deposition as
 set forth in printing is a full, true and correct
 transcript of the proceedings had at the time of taking
 said deposition.

1 I further certify that I am neither attorney
2 nor counsel for, nor related to or employed by any of
3 the parties to the action in which this deposition is
4 taken, and further that I am not a relative or employee
5 of any attorney or counsel employed by the parties
6 hereto, or financially interested in the action;

7 That the amount of time used by each party at
8 the deposition is as follows:

9 Mr. Jeffery S. Lowenstein - 4:42

10 Mr. Timothy J. Henderson - 0:00

11 Mr. Steven D. Grossman - 0:00

12 GIVEN under my hand and seal of office on
13 this the 22 day of February, 2011.

14
15 Sandi LoCascio
16 Sandi LoCascio
17 Texas CSR No. 7101
18 Expiration Date: 12-31-11
19 AMY MASSEY & ASSOCIATES, INC.
20 Firm No. 404
21 6724 Kirk Lane
22 Burleson, Texas 76028
23 Phone: 817.447.6721
24 Fax: 817.447.6491
25

AO 451 (Rev. 01/09) Clerk's Certification of a Judgment to be Registered in Another District

UNITED STATES DISTRICT COURT

for the

200 NOV 10 P 12:32-

Resolution Trust Corporation, As Receiver)
Plaintiff)
v.)
Texas Moline, Ltd & Dean H. Maddox)
Defendant)

Civil Action No. H-92-cv-1692

CLERK'S CERTIFICATION OF A JUDGMENT TO BE REGISTERED IN ANOTHER DISTRICT

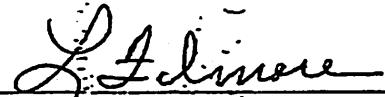
I certify that the attached judgment is a copy of a judgment entered by this court on (date) 11/19/1993.

I also certify that, as appears from this court's records, no motion listed in Fed. R. App. P. 4(a)(4)(A) is pending before this court and that no appeal has been filed or, if one was filed, that it is no longer pending.

DAVID J. BRADLEY

Date: 11/03/2010

CLERK OF COURT



-Signature of Clerk or Deputy Clerk

2:10-ms-00112-NA

EXHIBIT



Case 4:92-cv-01692 Document 12 Filed in TXSD on 11/16/93 Page 1 of 2

IN THE UNITED STATES DISTRICT COURT UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
ENTERED
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

RESOLUTION TRUST CORPORATION AS
RECEIVER OF FIRST SAVINGS OF
ARKANSAS, F.A.,

NOV 19 1993

Michael N. Milby, Clerk
By Deputy: *Y*

Plaintiff,

VS.

C. A. NO. H-92-1692

TEXAS MOLINE, LTD. and DEAN H.
MADDOX, Jointly and Severally,

Defendants.

FINAL JUDGMENT

In accordance with the Court's Order granting the Motion for Summary Judgment of Plaintiff RESOLUTION TRUST CORPORATION as Receiver of First Savings of Arkansas, F.A., the Court now enters Final Judgment. The Court is of the opinion that Final Judgment in favor of Plaintiff RESOLUTION TRUST CORPORATION as Receiver of First Savings of Arkansas, F.A. against Defendants, TEXAS MOLINE, LTD. and DEAN H. MADDOX, jointly and severally, should be entered as follows:

- (1) Judgment for this cause of action in the principal sum of \$2,945,218.00;
- (2) Judgment for pre-judgment interest at eight (8%) percent from April 2, 1991 to the date of judgment, for a per diem accrual of \$645.53 on the \$2,945,218.00 sum;
- (3) Judgment for post-judgment interest on all sums at the rate of 3.38 percent per annum from the date of judgment until paid;
- (4) Judgment for reasonable attorney's fees of \$4,000.00 and additional fees in the event of appeal; and
- (5) Judgment for all costs of Court.

It is accordingly,

TRUE COPY CERTIFY
ATTEST: NOV 08 2010
DAVID J. BRADLEY, Clerk of Court
By *[Signature]*
Deputy Clerk

187

Case 4:92-cv-01692 Document 12 Filed in TXSD on 11/16/93 Page 2 of 2

ORDERED, ADJUDGED AND DECREED, that RESOLUTION TRUST CORPORATION AS Receiver of First Savings of Arkansas, F.A. has and shall recover from Defendants TEXAS MOLINE, LTD. and DEAN H. MADDOX, jointly and severally, the total principal sum of \$2,945,218.00, along with pre-judgment interest at eight (8%) percent from April 2, 1991 to the date of judgment on the \$2,945,218.00 sum for a per diem accrual of \$645.53. Further, that Plaintiff recover reasonable attorney's fees in the amount of \$4,000.00; plus fees of \$5,000.00 in the event of an appeal to the United States Court of Appeals, \$3,000.00 if a writ of error is sought to the United States Supreme Court, and \$2,000.00 if a writ of error is granted; together with post-judgment interest on all said sums at the rate of 3.38 percent per annum and costs of court which are hereby taxed against the Defendants. RESOLUTION TRUST CORPORATION AS RECEIVER OF FIRST SAVINGS OF ARKANSAS, F.A. shall be entitled to all writs of execution necessary to enforce this judgment. All relief not expressly granted herein is denied.

This is a FINAL JUDGMENT.

SIGNED at Houston, Texas this 16 day of November, 1993.

Lee H. Rosenthal
UNITED STATES DISTRICT JUDGE

STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

April 25, 2011

Job Number: C20110421-1318
Reference Number: 00003089927-98
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20100544481-69	Articles of Organization	1 Pages/1 Copies
20100629849-01	Initial List	1 Pages/1 Copies



Respectfully,

A handwritten signature of Ross Miller in black ink.

ROSS MILLER
Secretary of State

Certified By: Christine Rakow
 Certificate Number: C20110421-1318
 You may verify this certificate
 online at <http://www.nvsos.gov/>

Commercial Recording Division
 202 N. Carson Street
 Carson City, Nevada 89701-4069
 Telephone (775) 684-5708
 Fax (775) 684-7138



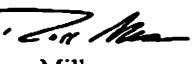


ROSS MILLER
Secretary of State
204 North Carson Street, Suite 4
Carson City, Nevada 89701-4520
(775) 684 5708
Website: www.nvacs.gov



2050101*

Articles of Organization Limited-Liability Company (PURSUANT TO NRS CHAPTER 86)

Filed in the office of 	Document Number 20100544481-69
Ross Miller Secretary of State State of Nevada	Filing Date and Time 07/19/2010 7:01 AM
	Entity Number E0365722010-2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	Texas Premier LLC			<input type="checkbox"/> Check box if a Series Limited-Liability Company
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: <u>InCorp Services Inc.</u> <input type="checkbox"/> Noncommercial Registered Agent (name and address below) <u>OR</u> <input type="checkbox"/> Office or Position with Entity (name and address below)			
	Name of Noncommercial Registered Agent <u>OR</u> Name of Title of Office or Other Position with Entity Street Address _____ City _____ State _____ Zip Code _____ Mailing Address (if different from street address) _____ City _____ State _____ Zip Code _____			Nevada
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual): _____			
4. Management: (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) <u>OR</u> <input type="checkbox"/> Member(s) (check only one box)			
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) Texas Premier Management LLC Name _____ Houston _____ TX _____ 77006 _____ Street Address _____ City _____ State _____ Zip Code _____ 2) Name _____ Street Address _____ City _____ State _____ Zip Code _____ 3) Name _____ Street Address _____ City _____ State _____ Zip Code _____			
6. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	Dean H Maddox Name _____ <u></u> Organizer Signature 615 Peden Street Address _____ Houston _____ TX _____ 77006 _____ City _____ State _____ Zip Code _____			
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. <u></u> Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity <u>7/18/2010</u> Date			

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 88 DLCC Articles
Revised. 4-14-09

TEXAS PREMIER LLC

NAME OF LIMITED-LIABILITY COMPANY

FOR THE FILING PERIOD OF **7/2010** TO **7/2011**

****YOU MAY FILE THIS FORM ONLINE AT www.nvsos.gov****

The entity's duly appointed registered agent in the State of Nevada upon whom process can be served is:

INCORP SERVICES, INC. (Commercial Registered Agent)
 375 N STEPHANIE ST STE 1411
 HENDERSON, NV 89014-8909 USA

A FORM TO CHANGE REGISTERED AGENT INFORMATION IS FOUND AT: www.nvsos.gov

USE BLACK INK ONLY - DO NOT HIGHLIGHT

Return one file stamped copy. (If filing not accompanied by order instructions, file stamped copy will be sent to registered agent.)

IMPORTANT: Read instructions before completing and returning this form.

1. Print or type names and addresses, either residence or business, for all manager or managing members. A Manager, or if none, a Managing Member of the LLC must sign the form. **FORM WILL BE RETURNED IF UNSIGNED.**
2. If there are additional managers or managing members, attach a list of them to this form.
3. Initial list fee is \$125.00. A \$75.00 penalty must be added for failure to file this form by the last day of the first month following organization date.
4. State business license fee is \$200.00. Effective 2/1/2010, \$100 must be added for failure to file form by deadline.
5. Make your check payable to the Secretary of State.
6. **Ordering Copies:** If requested above, one file stamped copy will be returned at no additional charge. To receive a certified copy, enclose an additional \$30.00 per certification. A copy fee of \$2.00 per page is required for each additional copy generated when ordering 2 or more file stamped or certified copies. Appropriate instructions must accompany your order.
7. Return the completed form to: Secretary of State, 202 North Carson Street, Carson City, Nevada 89701-4201, (775) 684-5708.
8. Form must be in the possession of the Secretary of State on or before the last day of the first month following the initial registration date. (Postmark date is not accepted as receipt date.) Forms received after due date will be returned for additional fees and penalties. Failure to include initial list and business license fees will result in rejection of filing.

INITIAL LIST FILING FEE: \$125.00

LATE PENALTY: \$75.00

BUSINESS LICENSE FEE: \$200.00

LATE PENALTY: \$100.00

Complete only if applicable

Section 7(2) Exemption Codes

- 001 - Governmental Entity
- 002 - 501(c) Nonprofit Entity
- 003 - Home-based Business
- 004 - Natural Person with 4 or less rental dwelling units
- 005 - Motion Picture Company
- 006 - NRS 680B.020 Insurance Co.

NAME

Texas Premier Management LLC

(DOCUMENT WILL BE REJECTED IF TITLE NOT INDICATED)

MANAGER

MANAGING MEMBER

ADDRESS

375 N. Stephanie St. - Suite 1411 , USA

CITY

Henderson

STATE

NV

ZIP CODE

89014-8909

NAME

(DOCUMENT WILL BE REJECTED IF TITLE NOT INDICATED)

MANAGER

MANAGING MEMBER

ADDRESS

CITY

STATE

ZIP CODE

NAME

(DOCUMENT WILL BE REJECTED IF TITLE NOT INDICATED)

MANAGER

MANAGING MEMBER

ADDRESS

CITY

STATE

ZIP CODE

NAME

(DOCUMENT WILL BE REJECTED IF TITLE NOT INDICATED)

MANAGER

MANAGING MEMBER

ADDRESS

CITY

STATE

ZIP CODE

I declare, to the best of my knowledge under penalty of perjury, that the above mentioned entity has complied with the provisions of sections 6 to 18 of AB 146 of the 2009 session of the Nevada Legislature and acknowledge that pursuant to NRS 239.330, it is a category C felony to knowingly offer any false or forged instrument for filing in the Office of the Secretary of State.

Dean H Maddox

X

Title

Managing Member

Date

8/23/2010 3:44:41 PM

Signature of Manager or Managing Member

Nevada Secretary of State Initial List Mano/Mem
 Revised: 8-5-09